



ACCOUNT NO. : 072100000032

REFERENCE : 728265 4808757

AUTHORIZATION : *Patricia Pigute*

COST LIMIT : \$ 125.00

ORDER DATE : June 12, 2000

ORDER TIME : 4:37 PM

ORDER NO. : 728265-010

700003288077--8

CUSTOMER NO: 4808757

CUSTOMER: Ms. Rhodena Brunstrom
The Rouse Company
Office Of The General Counsel
10275 Little Patuxent Parkway
Columbia, MD 21044

FOREIGN FILINGS

NAME: ROUSE-TAMPA BAY, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Darlene Ward

W 6/14
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TALLAHASSEE FLORIDA
SECRETARY OF STATE

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

7p

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Rouse-Tampa Bay, LLC
(Name of foreign limited liability company)
2. Maryland
(Jurisdiction under the law of which foreign limited liability company is organized)
3. Applied For
(FEI number, if applicable)
4. May 22, 2000
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon Qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. c/o Office of the General Counsel
The Rouse Company, 10275 Little Patuxent Parkway, Columbia, Maryland 21044
(Street address of principal office)
8. If limited liability company is a manager-managed company, check here ☐
9. The name and usual business addresses of the managing members or managers are as follows:
See attached officers/directors rider
10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)
11. Nature of business or purposes to be conducted or promoted in Florida: See Attachment for Purpose



Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

David R. Schwiesow

Typed or printed name of signee

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Rouse-Tampa Bay, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company

(Name)

1201 Hays Street

Florida street address (P.O. Box NOT ACCEPTABLE)

Tallahassee

FL 32301

City/State/Zip

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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S..

CORPORATION SERVICE COMPANY

By: Gloria M. Barry

(Signature)

(Gloria M. Barry, Asst. Secy.)

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

ATTACHMENT

ROUSE-TAMPA BAY, LLC

Purpose

To engage in and carry on the business of investment in, and development of, real estate and related projects, either individually or as a partner or joint venturer with other individuals, partnerships or corporations and in this connection to purchase, lease or otherwise acquire, plan, subdivide, develop, construct, own, maintain, manage, and operate real estate and improvements thereon of every kind and description.

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Rouse-Tampa Bay, LLC

MANAGERS: David H. Benson, Jeremiah E. Casey, Platt W. Davis, III, Mathias J. DeVito, Anthony W. Deering, Rohit M. Desai, Juanita T. James, Thomas J. McHugh, Hanne M. Merriman, Roger W. Schipke, Gerard J. Vlask

OFFICERS:

Anthony W. Deering	:	Chairman of the Board President Chief Executive Officer
Douglas A. McGregor	:	Vice Chairman Chief Operating Officer
Jeffrey H. Donahue	:	Executive Vice-President Chief Financial Officer
Jerome D. Smalley	:	Executive Vice-President
Duke S. Kassolis	:	Senior Vice-President
Robert Minutoli	:	Senior Vice-President
Robert D. Riedy	:	Senior Vice-President
Alton J. Scavo	:	Senior Vice-President
Patricia H. Dayton	:	Vice-President Treasurer
Gordon H. Glenn	:	Vice-President General Counsel Secretary
Richard E. Galen	:	Vice-President Deputy General Counsel Assistant Secretary
Melanie M. Lundquist	:	Vice-President Controller
Holly G. Edington	:	Vice-President Controller
Clarke B. Aburn	:	Vice-President
Anthony F. Albanese	:	Vice-President

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William J. Baker Jr.	:	Vice-President
Andrew B. Bolton, III	:	Vice-President
Rita G. Brandin	:	Vice-President
Laurence A. Brocato	:	Vice-President
Michael J. Bryant	:	Vice-President
Robert M. Byrne	:	Vice-President
Christopher B. Carlaw	:	Vice-President
Jody L. Clark	:	Vice-President
J. Patrick Done	:	Vice-President
Paul C. Fickinger	:	Vice-President
Thomas M. Fitzpatrick	:	Vice-President
Janice A. Fuchs	:	Vice-President
Jack R. Greenberg	:	Vice-President
Kathleen M. Hart	:	Vice-President
William Y. Hecht	:	Vice-President
Elizabeth A. Hullinger	:	Vice-President
Monty C. Leonard	:	Vice-President
Joel A. Manfredo	:	Vice-President
John G. McLaughlin	:	Vice-President
Anthony Mifsud	:	Vice-President
John A. Patillo, Jr.	:	Vice-President
Michael L. Podracky	:	Vice-President
Mark W. Polivka	:	Vice-President
John R. Ragland	:	Vice-President
Gary M. Rivers	:	Vice-President
R. Edwards Taylor	:	Vice-President
Marlene F. Weinberg	:	Vice-President
Ronald C. Wickwire	:	Vice-President
B. Owen Williams	:	Vice-President
 Kathleen E. Barry	 :	 Vice-President Associate General Counsel Assistant Secretary
 James D. Lano	 :	 Vice-President Associate General Counsel Assistant Secretary
 David R. Schwiesow	 :	 Vice-President Associate General Counsel Assistant Secretary
 John W. Steele, III	 :	 Vice-President Associate General Counsel Assistant Secretary
 Donna M. Sills	 :	 Vice-President Associate General Counsel Assistant Secretary

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Rouse-Tampa Bay, LLC

3.

John F. Cahlan	:	Assistant Secretary
Nancy E. Everett	:	Assistant Secretary
Jeffrey S. Geen	:	Assistant Secretary
E. Bernard Justis	:	Assistant Secretary
Gabrielle Koepfel	:	Assistant Secretary
Arianne Hale Monroe	:	Assistant Secretary
M. Lucinda Motsko	:	Assistant Secretary
Jeffrey C. Palkovitz	:	Assistant Secretary
Cynthia L. Stewart	:	Assistant Secretary
Gregory E. Zimmerman	:	Assistant Secretary

ADDRESS FOR ALL:

c/o The Rouse Company
10275 Little Patuxent Parkway
Columbia, Maryland 21044

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SECOND DISTRICT OF FLORIDA
TALLAHASSEE FLORIDA

STATE OF MARYLAND
Department of Assessments and Taxation

I, PAUL ANDERSON OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF THE STATE OF MARYLAND, DO HEREBY CERTIFY THAT THE DEPARTMENT, BY LAWS OF THE STATE, IS THE CUSTODIAN OF THE RECORDS OF THIS STATE RELATING TO LIMITED LIABILITY COMPANIES OR THE RIGHTS OF LIMITED LIABILITY COMPANIES TO TRANSACT BUSINESS IN THIS STATE, AND THAT I AM THE PROPER OFFICER TO EXECUTE THIS CERTIFICATE.

I FURTHER CERTIFY THAT ROUSE-TAMPA BAY, LLC IS A LIMITED LIABILITY COMPANY EXISTING UNDER AND BY VIRTUE OF THE LAWS OF THE STATE OF MARYLAND, AND THAT THE LIMITED LIABILITY COMPANY IS AT THE TIME OF THIS CERTIFICATE IN GOOD STANDING TO TRANSACT BUSINESS.

IN WITNESS WHEREOF, I HAVE HEREUNTO SUBSCRIBED MY SIGNATURE AND AFFIXED THE SEAL OF THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION OF MARYLAND AT BALTIMORE ON THIS MAY 22, 2000.



Paul B. Anderson
Charter Division

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